

CHICAGO AND



TRANSPORTATION COMPANY

RECORDATION NO.

8959-E
Filed 1425

1-153A025

JOAN A. SCHRAMM
J.S. EDWARDS
FRANCES L. TURNER
ASSISTANT SECRETARIES

DIRECT DIAL NUMBER
312/454-6535

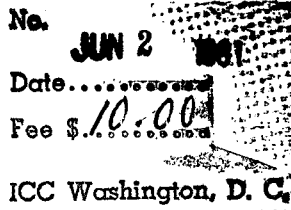
JUN 2 - 1981 - 11 35 AM

May 29, 1981

INTERSTATE COMMERCE COMMISSION

File No. A-10333

Ms. Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Washington, D.C. 20423



Re: Participation Agreement dated as of 7-1-77 among Chicago and North Western Transportation Company, Lessee, Continental Illinois National Bank and Trust Company, Agent, HFC Leasing, Inc., Owner Participant, The Connecticut Bank & Trust Company, Vendee and Whitaker Corp. (Berwick Forge & Fabricating Div.)

Dear Ms. Mergenovich:

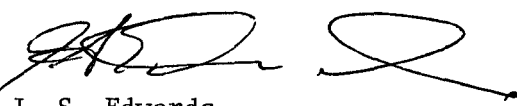
Enclosed are thirteen counterparts of Statement of New Numbers relative to the above-mentioned agreements for recording. The Recordation Numbers assigned were 8959 through 8959-C.

The names and addresses of the parties to the transaction are as follows:

1. Chicago and North Western Transportation Company,
400 W. Madison Street, Chicago, Illinois 60606.
2. Continental Illinois National Bank and Trust Company
of Chicago, 231 S. LaSalle Street, Chicago, Illinois 60693.

Enclosed is our check for \$10.00 to cover your recording fee. Please keep one counterpart and return the other counterparts showing your recordation data.

Very truly yours,


J. S. Edwards
Assistant Secretary

JSE:lc
Encl.

cc: R. D. Smith
R. F. Guenther, Attn: J. James*

*with copy of statement

RECEIVED
JUN 2 11 30 AM '81
FEE OPERATION BR.

Interstate Commerce Commission
Washington, D.C. 20423

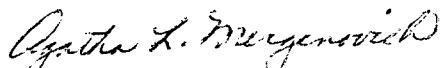
OFFICE OF THE SECRETARY

J. S. Edwards
Chicago & NorthWestern Trnsp. Co.
400 West Madison Street
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/2/81 at 11:35AM , and assigned re-recordation number(s) . 8959-E

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO.

Filed 1426

Counterpart No. 13 of 15
A-10333
005JUN 2 - 1981 - 11 35 AM
INTERSTATE COMMERCE COMMISSIONSTATEMENT
OF
NEW NUMBERS

As required under Article 9 of Conditional Sale Agreement dated as of July 1, 1977, between The Connecticut Bank & Trust Co., and Whittaker Corporation (Berwick Forge & Fabricating Co.), and Agreement and Assignment dated as of July 1, 1977, between Whittaker Corp. (Berwick Forge & Fabricating Division) and Continental Illinois National Bank and Trust Company of Chicago, as Agent; and under Section 5 of Lease of Railroad Equipment dated as of July 1, 1977, between Chicago and North Western Transportation Company and The Connecticut Bank and Trust Company, and Assignment of Lease and Agreement dated as of July 1, 1977, between the Connecticut Bank and Trust Company, as Trustee and Continental Illinois National Bank and Trust Company of Chicago, as Agent; filed and recorded with the Interstate Commerce Commission on September 1, 1977, and assigned Recordation Nos. 8959 through 8959-C; the following equipment is to be renumbered:

PRESENT CNW NUMBER

155979
156089
155832
155902
155879
156131
155915

NEW CNW NUMBER

600003
600004
600005
600006
600007
600001
600002

CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY

J. A. Zito, Vice President

ATTEST:

[Signature], Assistant Secretary

Consented to by CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO and effective upon filing with the Interstate Commerce Commission under Section 11303, (formerly 20c), of the Interstate Commerce Act.

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST
COMPANY OF CHICAGO, as Agent

under Agreement and Assignment dated as of
July 1, 1977 and as Agent under Assignment
of Lease and Agreement dated as of July 1, 1977.

[Signature], Vice President

ATTEST:

Alice K. Greenhouse Trust Officer

Dated 5-15-81